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GREEN INTERNATIONAL

Holdings Limited

格林國際控股有限公司

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(Incorporated in the Cayman Islands with limited liability)

(Stock code: 2700)

**POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING
HELD ON 19 MARCH 2018**

The Board wishes to announce that all the resolutions set out in the EGM Notice were duly passed by way of poll by the Shareholders at the EGM held on 19 March 2018.

References are made to (i) the announcements of Green International Holdings Limited (the “**Company**”) dated 26 January 2018 (as clarified by the clarification announcements dated 29 January 2018 and 1 February 2018) in relation to, among other things, the HK Yinger CB Subscription, the Zheyin Tianqin CB Subscription and the Increase in Authorized Share Capital; and (ii) the notice (the “**EGM Notice**”) and circular (the “**EGM Circular**”) both dated 28 February 2018 in relation to the extraordinary general meeting (“**EGM**”) of the Company convened to be held on 19 March 2018 regarding the HK Yinger CB Subscription Agreement, the Zheyin Tianqin CB Subscription Agreement and the transactions contemplated thereunder, the grant of the Specific Mandates and the Increase in Authorized Share Capital. Unless the context otherwise requires, capitalized terms in this announcement shall have the same meanings as defined in the EGM Circular.

The Company’s Hong Kong branch share registrar and the transfer office, Tricor Investor Services Limited, was appointed as the scrutineer at the EGM for the purpose of vote-taking.

POLL RESULTS OF THE EXTRAORDINARY GENERAL MEETING

The Board wishes to announce that all the resolutions (the “**Resolutions**”) set out in the EGM Notice were duly passed by way of poll by the Shareholders at the EGM. Details of the poll results in respect of the Resolutions were as follows:

Ordinary resolutions		Number of Votes (%)	
		For	Against
1.	To approve, confirm and ratify the HK Yinger CB Subscription Agreement and all transactions contemplated thereunder, including the issue of HK Yinger Convertible Bonds in the principal amount of HK\$120,000,000 and the specific mandate to issue and allot 705,882,352 Shares upon exercise of the conversion right attaching to the HK Yinger Convertible Bonds	460,084,586 (100%)	0 (0%)
2.	To approve, confirm and ratify the Zheyin Tianqin CB Subscription Agreement and all transactions contemplated thereunder, including the issue of Zheyin Tianqin Convertible Bonds in the principal amount of HK\$60,000,000 and the specific mandate to issue and allot 352,941,176 Shares upon exercise of the conversion right attaching to the Zheyin Tianqin Convertible Bonds	335,084,586 (100%)	0 (0%)
3.	To approve the increase in the authorised share capital of the Company from HK\$40,000,000.00 divided into 4,000,000,000 Shares to HK\$200,000,000.00 divided into 20,000,000,000 Shares by the creation of additional 16,000,000,000 Shares	460,084,586 (100%)	0 (0%)

Note: The full text of each of the Resolutions was set out in the EGM Notice.

As more than 50% of the votes were cast in favour of each of the Resolutions, the Resolutions were duly passed as ordinary resolutions of the Company at the EGM.

As at the date of the EGM, the total number of issued Shares was 2,257,452,606 Shares.

Mr. Yu and his associates, including Gold Bless and HK Yinger, were required to abstain from voting on Resolution No. 1 in respect of the HK Yinger CB Subscription at the EGM. As at the date of the EGM, Gold Bless was, according to disclosure of interest filings, interested in 987,697,627 Shares, representing approximately 43.75% of the issued share capital of the Company. Based on the information provided by Mr. Yu, save as the shareholding interest of Gold Bless disclosed above, as at the date of the EGM, Mr. Yu and his associates (including HK Yinger) did not hold any other Shares. Accordingly, the total number of Shares entitling the holders to attend and vote in respect of Resolution No. 1 at the EGM was 1,269,754,979 Shares. Gold Bless did not vote on Resolution No. 1 at the EGM.

Mr. Xia and his associates, including Zheyin Tianqin and Dogain Capital Limited (“**Dogain Capital**”, a company which is 100% legally and beneficially owned by Mr. Xia which was nominated by Zheyin Tianqin to take up the 125,000,000 conversion Shares upon conversion of the Zheyin Tianqin 2017 CB on 5 March 2018), were required to abstain, and had so abstained, from voting on Resolution No. 2 in respect of the Zheyin Tianqin CB Subscription at the EGM. As at the date of the EGM, Mr. Xia and his associates, including Zheyin Tianqin and Dogain Capital, were interested in 125,000,000 Shares, representing approximately 5.54% of the issued share capital of the Company. Accordingly, the total number of Shares entitling the holders to attend and vote in respect of Resolution No. 2 at the EGM was 2,132,452,606 Shares.

As disclosed in the EGM Circular, no Shareholders were required to abstain from voting on Resolution No. 3 in respect of the Increase in Authorized Share Capital at the EGM. Accordingly, the total number of Shares entitling the holders to attend and vote in respect of Resolution No. 3 at the EGM was 2,257,452,606 Shares.

Save as disclosed above, to the best of the Directors’ knowledge, information and belief having made all reasonable enquiries, there were no other Shareholders who are required under the Listing Rules to abstain from voting at the EGM, and there were no Shares entitling the Shareholders to attend and abstain from voting in favour of any resolution at the EGM as required by Rule 13.40 of the Listing Rules.

By Order of the Board
Green International Holdings Limited
Zeng Xiangdi
Chief Executive Officer

Hong Kong, 19 March 2018

As at the date of this announcement, the executive Directors are Dr. Yu Qigang (Chairman), Mr. Zeng Xiangdi (Chief Executive Officer), Mr. Yang Wang Jian, Mr. Chen Hanhong and Ms. Eva Au; the non-executive Director is Ms. Yu Jiaoli; and the independent non-executive Directors are Mr. Wu Hong, Mr. David Tsoi, Mr. Wang Chunlin and Ms. Sun Zhili.